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20 Specially Appearing for Defendant
21 CHARMING SHOPPES, INC.

22 UNITED STATES DISTRICT COURT
23 NORTHERN DISTRICT OF CALIFORNIA

24 SHAMEIKA MOODY, as an individual
25 and on behalf of others similarly situated,

26 Plaintiff,

27 vs.

28 CHARMING SHOPPES OF
29 DELAWARE, INC., a corporation; LANE
30 BRYANT, INC., a corporation;
31 CHARMING SHOPPES, INC., a
32 corporation, and DOES 1 through 20,
33 inclusive,

34 Defendants.

Case No. C 07-06073 MHP

**DECLARATION OF ELIZABETH A.
ACKLEY IN SUPPORT OF DEFENDANT
CHARMING SHOPPES, INC.'S MOTION
TO DISMISS FOR LACK OF PERSONAL
JURISDICTION**

Date: May 5, 2008
Time: 2:00 p.m.
Place: Courtroom 15, 18th Floor

[SPECIAL APPEARANCE ONLY]

1 I, Elizabeth A. Ackley, declare as follows.

2 1. I am over eighteen years of age. I have personal knowledge of the following facts
3 and am competent to testify thereto. Except as otherwise stated below, the following accurately
4 describes the facts as they have existed since at least January 1, 2002.

5 2. I am the Vice President-Human Resources for Lane Bryant, Inc. ("Lane Bryant").
6 I have been employed by Lane Bryant since January 4, 2004. Lane Bryant is headquartered in
7 Columbus, Ohio. Lane Bryant's key operational officers, who direct and manage the business of
8 Lane Bryant stores, are President LuAnn Via, Vice President of Stores Joseph C. Hash, and me.
9 We all work out of Lane Bryant's Columbus, Ohio headquarters. None of us are directors,
10 officers, or managers of Lane Bryant's parent corporation, Charming Shoppes, Inc. ("CSI") or
11 Lane Bryant's "sister corporation" Charming Shoppes of Delaware, Inc. ("CSDI").

12 3. Lane Bryant owns and operates all of the Lane Bryant stores in California. The
13 employees who work in the Lane Bryant stores in California are employed by Lane Bryant. The
14 business operations of Lane Bryant stores are directed and managed by the Lane Bryant
15 management team, and not by Lane Bryant's parent corporation CSI.

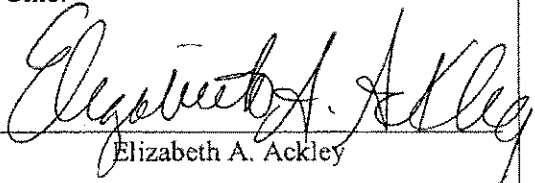
16 4. The Lane Bryant management team has established the human resources policies
17 and practices that apply to Lane Bryant employees, including the policies regarding overtime
18 compensation and meal periods. I and the other senior executives at Lane Bryant are responsible
19 not only for establishing the human resources policies and practices applicable to Lane Bryant
20 employees, but also for updating those policies and practices as necessary. This is the
21 responsibility of Lane Bryant management, not the parent corporation CSI.

22 5. Lane Bryant has its own employee handbook and personnel policies, which were
23 developed and established by the Lane Bryant management team and distributed solely to
24 employees of Lane Bryant.

25 6. Lane Bryant managerial employees implement and enforce the policies and
26 practices applicable to Lane Bryant employees in California relating to overtime compensation
27 and meal periods. Lane Bryant determines the wages to be paid to its California employees.

1 I declare under penalty of perjury under the laws of the United States that the foregoing is
2 true and correct.

3 Executed on March 31, 2008, at Columbus, Ohio.

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6 Elizabeth A. Ackley
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